

1 MAYER BROWN LLP
2 LEE H. RUBIN (SBN 141331)
3 lrubin@mayerbrown.com
4 EDWARD D. JOHNSON (SBN 189475)
5 wjohnson@mayerbrown.com
6 DONALD M. FALK (SBN 150256)
7 dfalk@mayerbrown.com
8 ERIC B. EVANS (SBN 232476)
9 eevans@mayerbrown.com
10 ANNE M. SELIN (SBN 270634)
11 aselin@mayerbrown.com
12 Two Palo Alto Square, Suite 300
13 3000 El Camino Real
14 Palo Alto, CA 94306-2112
15 Telephone: (650) 331-2000
16 Facsimile: (650) 331-2061

17 *Attorneys for Defendant*
18 *Google Inc.*

19 [Additional Counsel on Signature Page]

20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45
46
47
48
49
50
51
52
53
54
55
56
57
58
59
60
61
62
63
64
65
66
67
68
69
70
71
72
73
74
75
76
77
78
79
80
81
82
83
84
85
86
87
88
89
90
91
92
93
94
95
96
97
98
99
100
101
102
103
104
105
106
107
108
109
110
111
112
113
114
115
116
117
118
119
120
121
122
123
124
125
126
127
128
129
130
131
132
133
134
135
136
137
138
139
140
141
142
143
144
145
146
147
148
149
150
151
152
153
154
155
156
157
158
159
160
161
162
163
164
165
166
167
168
169
170
171
172
173
174
175
176
177
178
179
180
181
182
183
184
185
186
187
188
189
190
191
192
193
194
195
196
197
198
199
200
201
202
203
204
205
206
207
208
209
210
211
212
213
214
215
216
217
218
219
220
221
222
223
224
225
226
227
228
229
230
231
232
233
234
235
236
237
238
239
240
241
242
243
244
245
246
247
248
249
250
251
252
253
254
255
256
257
258
259
260
261
262
263
264
265
266
267
268
269
270
271
272
273
274
275
276
277
278
279
280
281
282
283
284
285
286
287
288
289
290
291
292
293
294
295
296
297
298
299
300
301
302
303
304
305
306
307
308
309
310
311
312
313
314
315
316
317
318
319
320
321
322
323
324
325
326
327
328
329
330
331
332
333
334
335
336
337
338
339
340
341
342
343
344
345
346
347
348
349
350
351
352
353
354
355
356
357
358
359
360
361
362
363
364
365
366
367
368
369
370
371
372
373
374
375
376
377
378
379
380
381
382
383
384
385
386
387
388
389
390
391
392
393
394
395
396
397
398
399
400
401
402
403
404
405
406
407
408
409
410
411
412
413
414
415
416
417
418
419
420
421
422
423
424
425
426
427
428
429
430
431
432
433
434
435
436
437
438
439
440
441
442
443
444
445
446
447
448
449
450
451
452
453
454
455
456
457
458
459
460
461
462
463
464
465
466
467
468
469
470
471
472
473
474
475
476
477
478
479
480
481
482
483
484
485
486
487
488
489
490
491
492
493
494
495
496
497
498
499
500
501
502
503
504
505
506
507
508
509
510
511
512
513
514
515
516
517
518
519
520
521
522
523
524
525
526
527
528
529
530
531
532
533
534
535
536
537
538
539
540
541
542
543
544
545
546
547
548
549
550
551
552
553
554
555
556
557
558
559
559
560
561
562
563
564
565
566
567
568
569
569
570
571
572
573
574
575
576
577
578
579
579
580
581
582
583
584
585
586
587
588
589
589
590
591
592
593
594
595
596
597
598
599
599
600
601
602
603
604
605
606
607
608
609
609
610
611
612
613
614
615
616
617
618
619
619
620
621
622
623
624
625
626
627
628
629
629
630
631
632
633
634
635
636
637
638
639
639
640
641
642
643
644
645
646
647
648
649
649
650
651
652
653
654
655
656
657
658
659
659
660
661
662
663
664
665
666
667
668
669
669
670
671
672
673
674
675
676
677
678
679
679
680
681
682
683
684
685
686
687
688
689
689
690
691
692
693
694
695
696
697
698
699
699
700
701
702
703
704
705
706
707
708
709
709
710
711
712
713
714
715
716
717
718
719
719
720
721
722
723
724
725
726
727
728
729
729
730
731
732
733
734
735
736
737
738
739
739
740
741
742
743
744
745
746
747
748
749
749
750
751
752
753
754
755
756
757
758
759
759
760
761
762
763
764
765
766
767
768
769
769
770
771
772
773
774
775
776
777
778
779
779
780
781
782
783
784
785
786
787
788
789
789
790
791
792
793
794
795
796
797
798
799
799
800
801
802
803
804
805
806
807
808
809
809
810
811
812
813
814
815
816
817
818
819
819
820
821
822
823
824
825
826
827
828
829
829
830
831
832
833
834
835
836
837
838
839
839
840
841
842
843
844
845
846
847
848
849
849
850
851
852
853
854
855
856
857
858
859
859
860
861
862
863
864
865
866
867
868
869
869
870
871
872
873
874
875
876
877
878
879
879
880
881
882
883
884
885
886
887
888
889
889
890
891
892
893
894
895
896
897
898
899
899
900
901
902
903
904
905
906
907
908
909
909
910
911
912
913
914
915
916
917
918
919
919
920
921
922
923
924
925
926
927
928
929
929
930
931
932
933
934
935
936
937
938
939
939
940
941
942
943
944
945
946
947
948
949
949
950
951
952
953
954
955
956
957
958
959
959
960
961
962
963
964
965
966
967
968
969
969
970
971
972
973
974
975
976
977
978
979
979
980
981
982
983
984
985
986
987
988
989
989
990
991
992
993
994
995
996
997
998
999
1000
1001
1002
1003
1004
1005
1006
1007
1008
1009
1009
1010
1011
1012
1013
1014
1015
1016
1017
1018
1019
1019
1020
1021
1022
1023
1024
1025
1026
1027
1028
1029
1029
1030
1031
1032
1033
1034
1035
1036
1037
1038
1039
1039
1040
1041
1042
1043
1044
1045
1046
1047
1048
1049
1049
1050
1051
1052
1053
1054
1055
1056
1057
1058
1059
1059
1060
1061
1062
1063
1064
1065
1066
1067
1068
1069
1069
1070
1071
1072
1073
1074
1075
1076
1077
1078
1079
1079
1080
1081
1082
1083
1084
1085
1086
1087
1088
1089
1089
1090
1091
1092
1093
1094
1095
1096
1097
1098
1099
1099
1100
1101
1102
1103
1104
1105
1106
1107
1108
1109
1109
1110
1111
1112
1113
1114
1115
1116
1117
1118
1119
1119
1120
1121
1122
1123
1124
1125
1126
1127
1128
1129
1129
1130
1131
1132
1133
1134
1135
1136
1137
1138
1139
1139
1140
1141
1142
1143
1144
1145
1146
1147
1148
1149
1149
1150
1151
1152
1153
1154
1155
1156
1157
1158
1159
1159
1160
1161
1162
1163
1164
1165
1166
1167
1168
1169
1169
1170
1171
1172
1173
1174
1175
1176
1177
1178
1179
1179
1180
1181
1182
1183
1184
1185
1186
1187
1188
1189
1189
1190
1191
1192
1193
1194
1195
1196
1197
1198
1199
1199
1200
1201
1202
1203
1204
1205
1206
1207
1208
1209
1209
1210
1211
1212
1213
1214
1215
1216
1217
1218
1219
1219
1220
1221
1222
1223
1224
1225
1226
1227
1228
1229
1229
1230
1231
1232
1233
1234
1235
1236
1237
1238
1239
1239
1240
1241
1242
1243
1244
1245
1246
1247
1248
1249
1249
1250
1251
1252
1253
1254
1255
1256
1257
1258
1259
1259
1260
1261
1262
1263
1264
1265
1266
1267
1268
1269
1269
1270
1271
1272
1273
1274
1275
1276
1277
1278
1279
1279
1280
1281
1282
1283
1284
1285
1286
1287
1288
1289
1289
1290
1291
1292
1293
1294
1295
1296
1297
1298
1299
1299
1300
1301
1302
1303
1304
1305
1306
1307
1308
1309
1309
1310
1311
1312
1313
1314
1315
1316
1317
1318
1319
1319
1320
1321
1322
1323
1324
1325
1326
1327
1328
1329
1329
1330
1331
1332
1333
1334
1335
1336
1337
1338
1339
1339
1340
1341
1342
1343
1344
1345
1346
1347
1348
1349
1349
1350
1351
1352
1353
1354
1355
1356
1357
1358
1359
1359
1360
1361
1362
1363
1364
1365
1366
1367
1368
1369
1369
1370
1371
1372
1373
1374
1375
1376
1377
1378
1379
1379
1380
1381
1382
1383
1384
1385
1386
1387
1388
1389
1389
1390
1391
1392
1393
1394
1395
1396
1397
1398
1399
1399
1400
1401
1402
1403
1404
1405
1406
1407
1408
1409
1409
1410
1411
1412
1413
1414
1415
1416
1417
1418
1419
1419
1420
1421
1422
1423
1424
1425
1426
1427
1428
1429
1429
1430
1431
1432
1433
1434
1435
1436
1437
1438
1439
1439
1440
1441
1442
1443
1444
1445
1446
1447
1448
1449
1449
1450
1451
1452
1453
1454
1455
1456
1457
1458
1459
1459
1460
1461
1462
1463
1464
1465
1466
1467
1468
1469
1469
1470
1471
1472
1473
1474
1475
1476
1477
1478
1479
1479
1480
1481
1482
1483
1484
1485
1486
1487
1488
1489
1489
1490
1491
1492
1493
1494
1495
1496
1497
1498
1499
1499
1500
1501
1502
1503
1504
1505
1506
1507
1508
1509
1509
1510
1511
1512
1513
1514
1515
1516
1517
1518
1519
1519
1520
1521
1522
1523
1524
1525
1526
1527
1528
1529
1529
1530
1531
1532
1533
1534
1535
1536
1537
1538
1539
1539
1540
1541
1542
1543
1544
1545
1546
1547
1548
1549
1549
1550
1551
1552
1553
1554
1555
1556
1557
1558
1559
1559
1560
1561
1562
1563
1564
1565
1566
1567
1568
1569
1569
1570
1571
1572
1573
1574
1575
1576
1577
1578
1579
1579
1580
1581
1582
1583
1584
1585
1586
1587
1588
1589
1589
1590
1591
1592
1593
1594
1595
1596
1597
1598
1599
1599
1600
1601
1602
1603
1604
1605
1606
1607
1608
1609
1609
1610
1611
1612
1613
1614
1615
1616
1617
1618
1619
1619
1620
1621
1622
1623
1624
1625
1626
1627
1628
1629
1629
1630
1631
1632
1633
1634
1635
1636
1637
1638
1639
1639
1640
1641
1642
1643
1644
1645
1646
1647
1648
1649
1649
1650
1651
1652
1653
1654
1655
1656
1657
1658
1659
1659
1660
1661
1662
1663
1664
1665
1666
1667
1668
1669
1669
1670
1671
1672
1673
1674
1675
1676
1677
1678
1679
1679
1680
1681
1682
1683
1684
1685
1686
1687
1688
1689
1689
1690
1691
1692
1693
1694
1695
1696
1697
1698
1699
1699
1700
1701
1702
1703
1704
1705
1706
1707
1708
1709
1709
1710
1711
1712
1713
1714
1715
1716
1717
1718
1719
1719
1720
1721
1722
1723
1724
1725
1726
1727
1728
1729
1729
1730
1731
1732
1733
1734
1735
1736
1737
1738
1739
1739
1740
1741
1742
1743
1744
1745
1746
1747
1748
1749
1749
1750
1751
1752
1753
1754
1755
1756
1757
1758
1759
1759
1760
1761
1762
1763
1764
1765
1766
1767
1768
1769
1769
1770
1771
1772
1773
1774
1775
1776
1777
1778
1779
1779
1780
1781
1782
1783
1784
1785
1786
1787
1788
1789
1789
1790
1791
1792
1793
1794
1795
1796
1797
1798
1799
1799
1800
1801
1802
1803
1804
1805
1806
1807
1808
1809
1809
1810
1811
1812
1813
1814
1815
1816
1817
1818
1819
1819
1820
1821
1822
1823
1824
1825
1826
1827
1828
1829
1829
1830
1831
1832
1833
1834
1835
1836
1837
1838
1839
1839
1840
1841
1842
1843
1844
1845
1846
1847
1848
1849
1849
1850
1851
1852
1853
1854
1855
1856
1857
1858
1859
1859
1860
1861
1862
1863
1864
1865
1866
1867
1868
1869
1869
1870
1871
1872
1873
1874
1875
1876
1877
1878
1879
1879
1880
1881
1882
1883
1884
1885
1886
1887
1888
1889
1889

1 In its Order Granting in Part and Denying in Part Motions to Seal dated March 14, 2014
 2 (ECF No. 730) (“Sealing Order”), the Court denied without prejudice certain requests to seal
 3 documents and allowed the filing of renewed motions to seal. Accordingly, Defendants Apple
 4 Inc. (“Apple”), Google Inc. (“Google”), Intel Corporation (“Intel”), and Intuit Inc. (“Intuit”)
 5 (collectively, “Defendants”) hereby jointly move to seal more narrowly tailored portions of the
 6 documents described further below, which reflect highly confidential information the public
 7 disclosure of which would cause harm to Defendants. In addition, the Court granted certain of
 8 Google’s sealing requests “as to redacted portions” although no redacted portions were
 9 submitted; Google is therefore submitting proposed and narrowly tailored redacted versions of
 10 those exhibits for the public record.

11 As described further in Section I below, the documents subject to Defendants’ renewed
 12 sealing requests are:

13 (1) The following exhibits to the Declaration of Lisa J. Cisneros in Support of
 14 Plaintiffs’ Supplemental Motion for Class Certification (ECF No. 418-2) (“Cisneros Exhibits”):
 15 Q, R, S, T, V, W, X, EE, FF, II, JJ, 173, 176, 472, 608, 614, 616, 621, 660, 666, 668, 674, 1130,
 16 1376, 1600, 1606, 1609, 1613, 1618, 1625, 1629, 1753, 2422, 2425, 2426;

17 (2) Exhibit 14 to the Declaration of Dean M. Harvey in Support of Plaintiffs’
 18 Supplemental Motion for Class Certification (ECF No. 418-1);

19 (3) The following exhibits to the Declaration of Christina Brown filed in Support of
 20 Defendants’ Opposition to Supplemental Class Certification Motion (ECF No. 445) (“Brown
 21 Exhibits”): 8, 9;

22 (4) The following exhibits to the Declaration of Lin W. Kahn in Support of
 23 Defendants’ Opposition to Plaintiffs’ Supplemental Motion for Class Certification (ECF No.
 24 446) (“Kahn Exhibits”): 2, 7, 8 and 13; and

25 (5) The following exhibits to the Declaration of Anne B. Shaver in Support of
 26 Plaintiffs’ Reply in Support of Supplemental Motion for Class Certification (ECF No. 456)
 27 (“Shaver Exhibits”): E, F, J, K, and O; (collectively, the “Sealed Materials”).

1 Defendants are filing corresponding declarations in support of their respective renewed
 2 sealing requests as to the Sealed Materials.

3 **I. DEFENDANTS' RENEWED SEALING REQUESTS**

4 **A. Cisneros Exhibits Q, R, S, T, V, W, X, EE**

5 The Court denied without prejudice Google's requests to seal Cisneros Exhibits Q, R, S,
 6 T, V, W, X, EE (deposition excerpts) as to the redacted portions identified by Google. Sealing
 7 Order at 14-15. Google now seeks to seal only narrowly tailored portions of those exhibits that
 8 reflect the most highly confidential information regarding Google's compensation and recruiting
 9 strategies and practices, the public disclosure of which would cause harm to Google. Certain
 10 exhibits also contain personally identifying information which Google has redacted to protect the
 11 privacy of third parties.

12 **B. Cisneros Exhibits 176, 472, 608, 614, 621, 660, 666, 668, 674, 2422**

13 The Court denied without prejudice Google's requests to seal Cisneros Exhibits 176, 472,
 14 608, 614, 621, 660, 666, 668, 674, and 2422 because Google requested to seal these exhibits "in
 15 [their] entirety" and the Court found that "Google has not made a particularized showing that all
 16 of the information contained therein is 'confidential.'" Sealing Order at 17-22. Accordingly,
 17 Google seeks to seal only narrowly tailored portions of those exhibits that reflect the most highly
 18 confidential information regarding Google's compensation and recruiting strategies and
 19 practices, the public disclosure of which would cause harm to Google. Certain exhibits also
 20 contain personally identifying information which Google has redacted to protect the privacy of
 21 third parties.

22 **C. Cisneros Exhibits 173, 616, 1600, 1606, 1609, 1613, 1618, 1625, 1629, 1753,
 23 2425, 2426 and Harvey Exhibit 14**

24 In its Sealing Order, the Court granted Google's sealing requests as to certain exhibits to
 25 the Cisneros Declaration and Harvey Declaration (Cisneros Exhibits 173, 616, 1600, 1609, 1613,
 26 1618, 1625, 1629, 1753, 2425, 2426 and Exhibit 14 to the Harvey Declaration) "as to the
 27 redacted portions identified by Defendants." Sealing Order at 17:3-4; 20:8-20; 23:27-28.

1 However, no redacted versions of those exhibits were submitted by Google as part of its original
 2 sealing request on May 17, 2013; rather, Google had requested that these exhibits be maintained
 3 under seal in their entirety. Declaration of Eric B. Evans, ECF No. 427. Therefore, Google
 4 respectfully files narrowly tailored *redacted* versions of those exhibits herewith, which Google
 5 respectfully requests this Court to allow to be maintained under seal in *redacted* format. The
 6 redacted portions of these exhibits reflect highly confidential information regarding Google's
 7 compensation and recruiting strategies and practices, the public disclosure of which would cause
 8 harm to Google. Certain exhibits also contain personally identifying information which Google
 9 has redacted to protect the privacy of third parties.

10 **D. Shaver Exhibits E, K and O**

11 The Court denied without prejudice Google's requests to seal Shaver Exhibits E and K
 12 and Google's and Apple's requests to seal Shaver Exhibit O (deposition excerpts) as to the
 13 redacted portions identified by Google and Apple. Sealing Order at 34-35. Google and Apple
 14 now seek to seal only narrowly tailored portions of those exhibits that reflect the most highly
 15 confidential information regarding their compensation and recruiting strategies and practices, the
 16 public disclosure of which would cause them harm. Certain exhibits also contain personally
 17 identifying information which Google has redacted to protect the privacy of third parties.

18 **E. Cisneros Exhibit 1130**

19 The Court denied Apple's request to seal Cisneros Exhibit 1130 as to the redacted
 20 portions identified by Apple. Sealing Order at 19. These redactions included two specific
 21 percentage figures that the Court ordered sealed in Cisneros Exhibit P (deposition excerpts
 22 discussing Cisneros Exhibit 1130). Sealing Order at 14. Apple now seeks to seal only these
 23 same two percentage figures, which reflect its highly confidential compensation information, the
 24 public disclosure of which would cause harm to Apple.

25 **F. Cisneros Exhibit 1376**

26 The Court denied without prejudice Apple's request to seal Cisneros Exhibit 1376 as to
 27 the redacted portions identified by Apple. Sealing Order at 20. Apple now seeks to seal more

1 narrowly tailored portions of the exhibit that reflect the most highly confidential information
2 regarding its recruiting strategies and practices and specific job levels, the public disclosure of
3 which would cause harm to Apple. This exhibit also contains personally identifying information
4 and contact information which Apple has redacted to protect the privacy of third parties.

5 **G. Kahn Exhibits 2 and 13**

6 The Court denied without prejudice Apple's requests to seal Kahn Exhibits 2 and 13
7 (deposition excerpts) as to the redacted portions identified by Apple. Sealing Order at 29-30.
8 Apple now seeks to seal only narrowly tailored portions of these exhibits that reflect the most
9 highly confidential information regarding its compensation strategies and practices and specific
10 job levels, the public disclosure of which would cause harm to Apple.

11 **H. Cisneros Exhibits FF, II, JJ**

12 The Court denied without prejudice Intuit's requests to seal Cisneros Exhibits FF, II, JJ
13 (deposition excerpts) as to the redacted portions identified by Intuit. Sealing Order at 15-16.
14 Intuit now seeks to seal only narrowly tailored portions of those exhibits that reflect the most
15 highly confidential information regarding Intuit's compensation and recruiting strategies and
16 practices, the public disclosure of which would cause harm to Intuit.

17 **I. Brown Exhibit 8**

18 The Court denied without prejudice Intuit's requests to seal Brown Exhibit 8 (deposition
19 excerpts) as to the redacted portions identified by Intuit. Sealing Order at 26. Intuit now seeks
20 to seal only narrowly tailored portions of the exhibit that reflect the most highly confidential
21 information regarding Intuit's compensation and recruiting strategies and practices, the public
22 disclosure of which would cause harm to Intuit. This exhibit also contains personally identifying
23 information which Intuit has redacted to protect the privacy of third parties.

24 **J. Kahn Exhibit 7**

25 The Court denied without prejudice Intuit's requests to seal Kahn Exhibit 7 (deposition
26 excerpts) as to the redacted portions identified by Intuit. Sealing Order at 29. Intuit now seeks
27 to seal only narrowly tailored portions of the exhibit that reflect the most highly confidential

1 information regarding Intuit's compensation and recruiting strategies and practices, the public
 2 disclosure of which would cause harm to Intuit.

3 **K. Shaver Exhibit J**

4 The Court denied without prejudice Intuit's requests to seal Shaver Exhibit J (deposition
 5 excerpts) as to the redacted portions identified by Intuit. Sealing Order at 359. Intuit now seeks
 6 to seal only narrowly tailored portions of the exhibit that reflect the most highly confidential
 7 information regarding Intuit's compensation and recruiting strategies and practices, the public
 8 disclosure of which would cause harm to Intuit.

9 **L. Brown Ex. 9**

10 The Court denied without prejudice Intel's requests to seal Brown Declaration Exhibit 9
 11 (deposition excerpts of the deposition of Daniel McKell) as to the redacted portions identified by
 12 Intel. Sealing Order at 26. Intel now seeks to seal only narrowly tailored portions of that exhibit
 13 that reflect the most highly confidential information regarding Intel's compensation practices, the
 14 public disclosure of which would cause competitive harm to Intel. These proposed redactions
 15 are consistent with the redactions sought by Intel in connection with the Plaintiffs' Opposition to
 16 Defendants' Motion for Summary Judgment, and the basis for those proposed redactions are set
 17 forth in the Declaration of John Mittelbach in Support of Defendants' Joint Administrative
 18 Motion to File Under Seal. *See* Dkt. 695-01; Dkt. 657-11 (showing proposed redactions).

19 **M. Kahn Ex. 8**

20 The Court denied without prejudice Intel's requests to seal Brown Declaration Exhibit 9
 21 (deposition excerpts of the deposition of Daniel McKell) as to the redacted portions identified by
 22 Intel. Sealing Order at 29. Intel now seeks to seal only narrowly tailored portions of that exhibit
 23 that reflect the most highly confidential information regarding Intel's compensation practices, the
 24 public disclosure of which would cause competitive harm to Intel. Certain portions of the exhibit
 25 also contain confidential compensation information regarding the deponent, Mr. McKell, which
 26 Intel has redacted to protect his privacy. These proposed redactions are consistent with the
 27 redactions sought by Intel in connection with the Plaintiffs' Opposition to Defendants' Motion

1 for Summary Judgment, and the basis for those propose redactions are set forth in the
 2 Declaration of John Mittelbach in Support of Defendants' Joint Administrative Motion to File
 3 Under Seal (Dkt. 695-01). These proposed redactions are consistent with the redactions sought
 4 by Intel in connection with the Plaintiffs' Opposition to Defendants' Motion for Summary
 5 Judgment, and the basis for those propose redactions are set forth in the Declaration of John
 6 Mittelbach in Support of Defendants' Joint Administrative Motion to File Under Seal. *See* Dkt.
 7 695-01; Dkt. 657-11 (showing proposed redactions).

8 **N. Shaver Ex. F**

9 The Court denied without prejudice Intel's requests to seal Brown Declaration Exhibit 9
 10 (deposition excerpts of the deposition of Daniel McKell) as to the redacted portions identified by
 11 Intel. Sealing Order at 34. Intel now seeks to seal only narrowly tailored portions of that exhibit
 12 that reflect the most highly confidential information regarding Intel's compensation practices, the
 13 public disclosure of which would cause competitive harm to Intel. Certain portions of the exhibit
 14 also contain confidential compensation information regarding the deponent, Mr. McKell, which
 15 Intel has redacted to protect his privacy. These proposed redactions are consistent with the
 16 redactions sought by Intel in connection with the Plaintiffs' Opposition to Defendants' Motion
 17 for Summary Judgment, and the basis for those propose redactions are set forth in the
 18 Declaration of John Mittelbach in Support of Defendants' Joint Administrative Motion to File
 19 Under Seal. *See* Dkt. 695-01; Dkt. 657-11 (showing proposed redactions).

20 **II. GOOD CAUSE EXISTS TO SEAL DEFENDANTS' CONFIDENTIAL**
 21 **INFORMATION IN THE SEALED MATERIALS**

22 Rule 26(c) of the Federal Rules of Civil Procedure provides broad discretion for a trial
 23 court to permit sealing of court documents for, *inter alia*, the protection of "a trade secret or other
 24 confidential research, development, or commercial information." Fed. R. Civ. P. 26(c)(1)(G).
 25 The Ninth Circuit has "carved out an exception to the presumption of access to judicial records
 26 for a sealed discovery document [attached] to a nondispositive motion," where the requesting
 27 party shows good cause exists to keep the records under seal. *Navarro v. Eskanos & Adler*, No.

1 C-06 02231, 2007 U.S. Dist. LEXIS 24864, at *6 (N.D. Cal. March 22, 2007) (citing *Kamakana*
 2 *v. City & Cnty. of Honolulu*, 447 F.3d 1172, 1180 (9th Cir. 2006) (“[A] ‘particularized showing’
 3 under the ‘good cause’ standard of Rule 26(c) will ‘suffice[] to warrant preserving the secrecy of
 4 sealed discovery material attached to nondispositive motions.”); *see also Pintos v. Pacific*
 5 *Creditors Assoc.*, 565 F.3d 1106, 1115 (9th Cir. 2009) (“In light of the weaker public interest in
 6 nondispositive materials, we apply the ‘good cause’ standard when parties wish to keep them
 7 under seal.”).

8 The redacted portions of the Sealed Materials contain confidential and commercially
 9 sensitive information about employee compensation, including Defendants’ compensation data,
 10 as well as information that reflects certain Defendants’ internal decision-making regarding their
 11 business strategies related to compensation and internal assessments of their and other
 12 employers’ competitive position in the labor market. Defendants also seek to keep under seal
 13 those materials that reflect compensation practices, strategies and policies; recruiting and hiring
 14 data, practices, strategies and policies; and personal identifying information of employees or
 15 candidates. Defendants designated the foregoing information “Confidential” or “Attorneys Eyes
 16 Only” under the Protective Order.

17 This Court has sealed substantially similar information in this case, including in its recent
 18 sealing order dated March 14, 2014. *See Order Granting in Part and Denying in Part Motions to*
 19 *Seal* dated March 14, 2014 (ECF No. 730); *Order Granting in Part and Denying in Part Motions*
 20 *to Seal* dated September 30, 2013 (ECF No. 509). Moreover, as each of the Defendants’
 21 separately filed declarations demonstrate, Defendants kept the sealed information confidential
 22 and the public disclosure of this information would cause each Defendant harm by giving third-
 23 parties (including individuals responsible for competitive decision-making) insights into
 24 confidential and sensitive aspects of each of the Defendants’ strategies, competitive positions,
 25 and business operations, allowing these third-parties to potentially gain an unfair advantage in
 26 dealings with and against each of the Defendants.

1 A significant portion of the sealed information is employee compensation data. This type
 2 of information is regularly sealed because of its confidential and private nature. *See Renfro v.*
 3 *Unum*, No. 09-2661, 2010 BL 104197 (N.D. Cal. May 10, 2010) (granting a motion to seal
 4 records containing plaintiffs' salary information); *Nettles v. Farmers Ins. Exch.*, No. C06-5164,
 5 2007 WL 858060, at *2, 2007 BL 247444 (W.D. Wash. Mar. 16, 2007) (holding that salary
 6 review notices for third parties "who have not chosen to have their salary history placed into the
 7 public record" could be sealed.); *EEOC v. Kokh, LLC*, No. CIV-07-1043, 2010 U.S. Dist. LEXIS
 8 82526, at n.1, 2010 BL 187807 (W.D. Okla. Aug. 09, 2012) (noting that portions of summary
 9 judgment materials were filed under seal because they contained "confidential salary
 10 information.").

11 Similarly, compensation policies, practices and decisions are routinely subject to a
 12 sealing order. *In re Wells Fargo Loan Processor Overtime Pay Litigation*, No. C 07-01841, at
 13 *16, 2008 U.S. Dist. LEXIS 53616, 2008 BL 123131 (N.D. Cal. June 09, 2008) (noting that a
 14 "compensation policy" was filed under seal); *Hertz Equip. Rental Co. v. Useda*, No. CV-10-
 15 4953, 2010 BL 259718, at *2 (N.D. Cal. Nov. 02, 2010) (granting a temporary restraining order
 16 to enjoin a former employee from using a company's "confidential and/or trade secret employee
 17 compensation information").

18 In addition, good cause exists to seal confidential information relating to a company's
 19 internal business, recruiting or hiring practices, strategies and policies, including confidential
 20 analyses of a company's market position. *See Fed. R. Civ. Proc. 26(c)(1)(G)* (permitting sealing
 21 of "a trade secret or other confidential research, development, or commercial information");
 22 *Krieger v. Atheros Commc'ns, Inc.*, Case No. 11-CV-00640, 2011 U.S. Dist. LEXIS 68033 at
 23 *3-4 (N.D. Cal. June 25, 2011) (holding that a company could seal a presentation from its
 24 investment adviser that contained "sensitive and confidential information, including long-term
 25 financial projections, discussions of business strategy, and competitive analyses"); *Network
 26 Appliance, Inc. v. Sun Microsystems Inc.*, Case No. C-07-06053, 2010 U.S. Dist. LEXIS 21721,
 27 at *9 (N.D. Cal. Mar. 10, 2010) (sealing "internal information regarding [defendant's] business

1 strategies and opportunities that were not widely distributed”); *see also TriQuint Semiconductor,*
 2 *Inc. v. Avago Techns. Ltd.*, Case No. CV 09-531, 2011 U.S. Dist. LEXIS 143942, at *9 (D. Ariz.
 3 Dec. 13, 2011) (granting motion to seal “market analysis information,” under “compelling”
 4 reason standard applicable to dispositive motions, including a “spreadsheet tracking information
 5 regarding potentially competitive products,” and other business strategy documents, such as
 6 information relating to “product competitiveness, and market and technological opportunities
 7 and risks”).

8 Additionally, good cause exists to seal information pertaining to Defendants’ recruiting
 9 policies and practices that are proprietary business methods and/or trade secrets. This
 10 confidential and commercially sensitive business information is non-public and should remain
 11 confidential under Rule 26(c)(1)(G) (permitting sealing of “a trade secret or other confidential
 12 research, development, or commercial information”); *see also* Cal. Civ. Code § 3426.1(d)
 13 (defining trade secrets as information that “(1) Derives independent economic value, actual or
 14 potential, from not being generally known to the public or to other persons who can obtain
 15 economic value from its disclosure or use; and (2) is the subject of efforts that are reasonable
 16 under the circumstances to maintain its secrecy.”).

17 Good cause also exists for sealing the identities and personal contact information of
 18 specific employees or applicants that are contained in the Sealed Materials. These employees or
 19 applicants have not sought to make their identities known or placed in the public record. *Nettles*
 20 at *2 (holding that the interests of private parties outweighed the public’s right of access with
 21 respect to information pertaining to third party salary and employment separation information).

22 **III. CONCLUSION**

23 For the foregoing reasons, Defendants respectfully request that this Court order the
 24 portions of the Sealed Materials identified in each Defendant’s declaration to be placed under
 25 seal. A proposed order granting Defendants’ renewed motion to seal is being filed concurrently
 26 herewith. In accordance with this Court’s Sealing Order (ECF No. 730 at 36:9-12), Defendants
 27 are concurrently filing on ECF sealed versions of the documents sought to be sealed with

1 highlights indicating the proposed redactions and are not submitting any Chambers Copies.
2

3 Dated: March 28, 2014 MAYER BROWN LLP
4

5 By: /s/ Lee H. Rubin
6 Lee H. Rubin
7 Edward D. Johnson
8 Donald M. Falk
9 Two Palo Alto Square
10 3000 El Camino Real, Suite 300
11 Palo Alto, CA 94306-2112
12 Telephone: (650) 331-2057
13 Facsimile: (650) 331-4557
14

15 KEKER & VAN NEST LLP
16

17 By: /s/ Robert A. Van Nest
18 Robert A. Van Nest
19 Daniel Purcell
20 Eugene M. Paige
21 Justina Sessions
22 633 Battery Street
23 San Francisco, CA 94111-1809
24 Telephone: (415) 391-5400
25 Facsimile: (415) 397-7188
26

27 *Attorneys for Defendant GOOGLE INC.*
28

1 Dated: March 28, 2014

O'MELVENY & MYERS LLP

2 By: /s/ Michael F. Tubach
3 Michael F. Tubach

4 George Riley
5 Michael F. Tubach
6 Christina J. Brown
7 Two Embarcadero Center, 28th Floor
8 San Francisco, CA 94111
9 Telephone: (415) 984-8700
10 Facsimile: (415) 984-8701

11 *Attorneys for Defendant APPLE INC.*

12 Dated: March 28, 2014

MUNGER, TOLLES & OLSON LLP

13 By: /s/ Gregory P. Stone
14 Gregory P. Stone
15 Bradley S. Phillips
16 Steven M. Perry
17 Gregory Sergi
18 355 South Grande Ave., 35th Floor
19 Los Angeles, CA 90071
20 Telephone: (213) 683-9100
21 Facsimile: (213) 687-3702

22 *Attorneys for Defendant INTEL CORPORATION*

23 Dated: March 28, 2014

JONES DAY

24 By: /s/ Robert A. Mittelstaedt

25 Robert A. Mittelstaedt
26 Craig E. Stewart
27 555 California Street, 26th Floor
28 San Francisco, CA 94104
Telephone: (415) 626-3939
Facsimile: (415) 875-5700

Catherine T. Broderick
1755 Embarcadero Road
Palo Alto, CA 94303
Telephone: (650) 739-3939

1 Facsimile: (650) 739-3900

2 *Attorneys for Defendant INTUIT INC.*

3

4 **ATTESTATION:** The filer attests that concurrence in the filing of this document has been

5 obtained from all signatories.

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

26

27

28